



07069032

NASDAQ

THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
3500 BLACKWELL ROAD
BOSTON, MA 02118

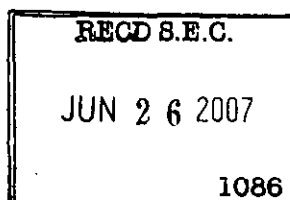
Gary Sundick
Vice President
Listings/Investigations

CERT NAS

By Facsimile and First Class Mail

June 26, 2007

Ms. Cecile Peters
Chief, IT Services
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549



1-33559.

PROCESSED**JUN 28 2007****THOMSON
FINANCIAL**

Dear Ms. Peters:

This is to certify that on June 25, 2007 The Nasdaq Stock Market (the "Exchange") received from BlackRock Kelso Capital Corporation (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security(ies):

Common Stock, \$0.001 par value

We further certify that the security described above has been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

END